

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670  
Chapter 11

**ORDER GRANTING SECOND AND FINAL  
APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR PRIME CLERK LLC, AS NOTICING AND  
SOLICITATION AGENT TO THE TRUSTEE, ROBERT J. KEACH, FOR  
THE PERIOD FROM AUGUST 1, 2015 THROUGH DECEMBER 22, 2015**

This matter having come before the Court on the *Second and Final Application for Compensation and Reimbursement of Expenses for Prime Clerk LLC, as Noticing and Solicitation Agent to the Trustee, Robert J. Keach, for the Period from August 1, 2015 through December 22, 2015* (the “**Fee Application**”),<sup>1</sup> and after proper notice to all creditors and other parties-in-interest, the Court having independently reviewed the Fee Application, it is hereby **ORDERED, ADJUDGED, and DECREED** as follows:

1. The Fee Application is granted.
2. In relation to the Compensation Period and, pursuant to 11 U.S.C. § 330, Prime Clerk LLC is allowed compensation for services to the Trustee in the aggregate amount of **\$39,792.72**, including professional fees in the amount of \$38,286.45 and reimbursement of expenses in the amount of \$1,506.27.
3. The Fees and expenses for the Compensation Period are hereby awarded on a final basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court’s local rules.

---

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Final Application.

4. In addition, the \$459,947.61 in fees and expenses granted by this Court on an interim basis in the First Interim Fee Order, comprising, in the aggregate, (a) \$34,430.40 in fees and (b) \$425,517.21 in expenses, are also awarded on a final basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

5. For the avoidance of doubt, this Order approves, in the aggregate and on a final basis, in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules, \$499,740.33 in fees and expenses for Prime Clerk in its capacity as noticing and solicitation agent to the Trustee during the Debtor's chapter 11 case, comprising (a) \$72,716.85 in fees and (b) \$427,023.48 in expenses.

Dated: March 28, 2016

/s/ Peter G. Cary  
**The Honorable Peter G. Cary**  
**Chief Judge, United States Bankruptcy Court**